

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re

Lordstown Motors Corp., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 23-10831 (MWF)

(Jointly Administered)

**Re: Docket No. 182**

**DECLARATION IN SUPPORT OF  
RETENTION OF POTTER ANDERSON & CORROON LLP  
AS PROFESSIONAL UTILIZED IN ORDINARY COURSE OF BUSINESS**

I, Michael A. Pittenger, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true to the best of my knowledge, information, and belief.

1. I am a partner of Potter Anderson & Corroon LLP, located at 1313 North Market Street, 6th Floor, Wilmington, DE 19801 (the “**Firm**”), which has been retained by one or more of the debtors or debtors in possession (collectively, the “**Debtors**”), in the above captioned Chapter 11 Cases, in the ordinary course of the Debtors’ businesses. The Debtors wish to retain the Firm to continue providing ordinary course services during the Chapter 11 Cases, and the Firm has consented to provide such services. This Declaration is submitted in compliance with the *Order (A) Authorizing Retention and Payment of Professionals Utilized in the Ordinary Course of Business and (B) Granting Other Related Relief* (the “**Ordinary Course Professionals Order**”). I have reviewed the Ordinary Course Professionals Order, and I understand the limitations on compensation and reimbursement under such order.

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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Debtors’ service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331.

2. On June 3, 2021, the Debtors retained the Firm to provide legal services (the “**Services**”). The Services include the following: advice and representation of the Debtors in pending stockholder litigation in the Delaware Court of Chancery and the United States District Court for the District of Delaware.

3. The Firm may have performed services in the past two (2) years, may currently perform services, and may perform services in the future in matters unrelated to the Chapter 11 Cases for persons that are parties in interest in the Chapter 11 Cases, including the parties listed on **Annex 1** attached hereto. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants, and parties in interest in the Chapter 11 Cases. The Firm does not perform services for any such person in connection with the Chapter 11 cases, or have any relationship with any such person, their attorneys, or their accountants that would be adverse to the Debtors or their estates.

4. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Firm.

5. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which the Firm is to be employed.

6. The Firm intends to bill the Debtors for professional services rendered in connection with the Chapter 11 Cases, in accordance with the Ordinary Course Professionals Order, with such bill to include compensation for services based on the hourly rates set forth below, plus reimbursement of actual and necessary expenses and other charges incurred by the Firm. The

principal attorneys designated to represent the Debtors and their current standard rates are: Michael A. Pittenger (\$1,240/hr.), Jonathan A. Choa (\$785/hr.), Nicholas D. Mozal (\$745/hr.), and Justin Hymes (\$515/hr.).

7. The rates set forth above are subject to periodic adjustments to reflect economic and other conditions. Such rates are the Firm's standard rates for work of this nature. The rates are set at a level designed to fairly compensate the Firm for the work of its attorneys and to cover fixed and routine overhead expenses.

8. It is the Firm's policy to charge its clients for all other expenses incurred in connection with a client's representation. The expenses charged to clients include, among other things, costs for printing, long-distance carrier charges, long-distance telephone calls, legal research, and, in general, all identifiable expenses that would not have been incurred except for representation of a particular client in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges. The Firm will charge the Debtors for these expenses in a manner and at rates consistent with charges made generally to the Firm's other clients.

9. No representations or promises have been received by the Firm, nor by any principal, partner, director, officer, or professional thereof, as to compensation in connection with the Chapter 11 Cases other than in accordance with the provisions of the Bankruptcy Code.

10. As of June 27, 2023 (the "**Petition Date**"), the Debtors owed the Firm \$4,211.00. for fees and expenses incurred for prepetition services, the payment of which is subject to the limitations contained in the Bankruptcy Code and any orders of the Court.

11. As of the Petition Date, the Firm held a prepetition retainer of \$0.00.

12. The Firm does keep time records in one-tenth of an hour increments in the ordinary course of business.

13. As of the Petition Date, the Firm was not party to an agreement for indemnification with the Debtors.

14. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of such inquiries, or at any time during the period of its retention, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: August 7, 2023  
Wilmington, Delaware

/s/ Michael A. Pittenger  
Michael A. Pittenger (No. 3212)  
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Wilmington, Delaware 19801  
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**Annex 1**

Akin Gump Strauss Hauer and Feld LLP  
Ankura Consulting Group LLC  
AT&T Business Direct  
AT&T Mobility-CC  
Blackrock  
BlackRock Institutional Trust Company, N.A.  
Comcast Cable Communication Management LLC  
Cox Business  
Cox Communications California LLC  
David T. Hamamoto  
DiamondPeak Holdings Corp.  
DiamondPeak Sponsor LLC  
General Motors  
KPMG LLP  
Lordstown Motors Corp.  
Silverman Consulting, Inc.  
Softbank